

General information about company	
Scrip code	532966
NSE Symbol	TWL
MSEI Symbol	
ISIN	INE615H01020
Name of the entity	TITAGARH WAGONS LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Half Yearly
Date of Report	30-09-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

**SUMIT JAISWAL  
COMPANY SECRETARY  
ICSI Membership No.- F9485**

Annexure I																				
Annexure I to be submitted by listed entity on quarterly basis																				
I. Composition of Board of Directors																				
Disclosure of notes on composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson														Yes						
Whether Chairperson is related to MD or CEO														Yes						
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	J P CHOWDHARY	ACKPC0432A	00313685	Executive Director	Chairperson related to Promoter		23-09-1940	NA		24-09-2009	08-01-2017		1	0	0	0			
2	Mr	UMESH CHOWDHARY	ACIPC6110B	00313652	Executive Director	Not Applicable	MD	24-04-1974	NA		03-07-1997	01-10-2020		1	0	1	0			
3	Mr	SUDIPTA MUKHERJEE	AIKPM3328F	06871871	Executive Director	Not Applicable		01-01-1975	NA		15-05-2014	15-05-2019		1	0	0	0			
4	Mr	ANIL KUMAR AGARWAL	ACXPA6628B	01501767	Executive Director	Not Applicable		05-07-1975	NA		29-05-2019	29-05-2019		1	0	0	0			

For TITAGARH WAGONS LIMITED

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I. Composition of Board of Directors																			
Disclosure of notes on composition of board of directors explanatory																			
Whether the listed entity has a Regular Chairperson																			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN
5	Mr	MANOJ MOHANKA	AEXPM3719F	00128593	Non-Executive - Independent Director	Not Applicable		05-03-1963	NA		21-12-2001	01-04-2019		85	4	4	5	1	
6	Mr	ATUL JOSHI	AAIPJ4138Q	03557435	Non-Executive - Independent Director	Not Applicable		03-04-1968	NA		24-01-2018	24-01-2018		44	1	1	2	1	
7	Ms	NAYANTARA PALCHOU DHURI	AFNPP8462K	00581440	Non-Executive - Independent Director	Not Applicable		24-06-1962	NA		22-06-2020	22-06-2020		16	5	5	9	0	
8	Mr	SUNIRMAL TALUKDAR	ABNPT6999B	00920608	Non-Executive - Independent Director	Not Applicable		06-02-1951	NA		10-12-2019	10-12-2019		22	5	5	8	1	

For TITAGARH WAGONS LIMITED

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Disclosure of notes on composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson																				
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes no provic DIN
9	Mrs	RASHMI CHOWDHARY	AESPC7234G	06949401	Non-Executive - Non Independent Director	Not Applicable		11-01-1963	NA		14-08-2014	14-08-2014			1	0	0	0		
10	Mr	KRISHAN KUMAR JALAN	ACVPJ4705A	01767702	Non-Executive - Independent Director	Not Applicable		06-06-1957	NA		13-08-2020	13-08-2020		14	3	3	8	0		
11	Mr	SUSHIL KUMAR ROONGTA	AAAPR4551P	00309302	Non-Executive - Independent Director	Not Applicable		09-05-1950	NA		01-01-2021	01-01-2021		9	5	4	5	1		
12	Mr	PRITHISH CHOWDHARY	BBSPC7168K	08509158	Non-Executive - Non Independent Director	Not Applicable		31-05-2001	NA		01-01-2021	01-01-2021		9	1	0	0	0		

For TITAGARH WAGONS LIMITED

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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03557435	ATUL JOSHI	Non-Executive - Independent Director	Chairperson	04-02-2019		
2	00128593	MANOJ MOHANKA	Non-Executive - Independent Director	Member	28-07-2008		
3	00920608	SUNIRMAL TALUKDAR	Non-Executive - Independent Director	Member	12-02-2020		

For TITAGARH WAGONS LIMITED

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Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00128593	MANOJ MOHANKA	Non-Executive - Independent Director	Chairperson	08-01-2007		
2	00313685	J P CHOWDHARY	Executive Director	Member	22-08-2016		
3	00920608	SUNIRMAL TALUKDAR	Non-Executive - Independent Director	Member	12-02-2020		
4	00309302	SUSHIL KUMAR ROONGTA	Non-Executive - Independent Director	Member	31-01-2021		

For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

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Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00128593	MANOJ MOHANKA	Non-Executive - Independent Director	Chairperson	27-10-2008		
2	00313652	UMESH CHOWDHARY	Executive Director	Member	10-07-2007		
3	00581440	NAYANTARA PALCHOUDHURI	Non-Executive - Independent Director	Member	31-07-2020		
4	01767702	KRISHAN KUMAR JALAN	Non-Executive - Independent Director	Member	31-01-2021		

For TITAGARH WAGONS LIMITED

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Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03557435	ATUL JOSHI	Non-Executive - Independent Director	Chairperson	08-06-2021		
2	00309302	SUSHIL KUMAR ROONGTA	Non-Executive - Independent Director	Member	08-06-2021		
3	00920608	SUNIRMAL TALUKDAR	Non-Executive - Independent Director	Member	08-06-2021		
4	08509158	PRITHISH CHOWDHARY	Non-Executive - Non Independent Director	Member	08-06-2021		

For TITAGARH WAGONS LIMITED

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Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06949401	RASHMI CHOWDHARY	Non-Executive - Non Independent Director	Chairperson	12-08-2015		
2	00313685	J P CHOWDHARY	Executive Director	Member	09-11-2013		
3	00581440	NAYANTARA PALCHOUDHURI	Non-Executive - Independent Director	Member	31-07-2020		
4	01767702	KRISHAN KUMAR JALAN	Non-Executive - Independent Director	Member	30-01-2021		

For TITAGARH WAGONS LIMITED

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Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00920608	SUNIRMAL TALUKDAR	FINANCE AND PROJECT COMMITTEE	Non-Executive - Independent Director	Chairperson	
2	00313652	UMESH CHOWDHARY	FINANCE AND PROJECT COMMITTEE	Executive Director	Member	
3	00313685	J P CHOWDHARY	FINANCE AND PROJECT COMMITTEE	Executive Director	Member	
4	03557435	ATUL JOSHI	FINANCE AND PROJECT COMMITTEE	Non-Executive - Independent Director	Member	
5	00128593	MANOJ MOHANKA	FINANCE AND PROJECT COMMITTEE	Non-Executive - Independent Director	Member	
6	08509158	PRITHISH CHOWDHARY	FINANCE AND PROJECT COMMITTEE	Non-Executive - Non Independent Director	Member	

For TITAGARH WAGONS LIMITED

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Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)				
1	08-06-2021				Yes	6	6
2		06-07-2021	27		Yes	6	6
3		10-08-2021	34		Yes	6	6

For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

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Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	07-06-2021				Yes	0	3
2	Audit Committee	10-08-2021	63			Yes	0	3
3	Audit Committee	27-09-2021	47			Yes	0	3
4	Nomination and remuneration committee	07-06-2021				Yes	1	2
5	Nomination and remuneration committee	09-08-2021				Yes	1	3
6	Nomination and remuneration committee	25-08-2021				Yes	1	3

For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

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Annexure 1								
IV. Meeting of Committees								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
7	Stakeholders Relationship Committee	08-06-2021				Yes	1	3
8	Corporate Social Responsibility Committee	08-06-2021				Yes	2	2
9	Other Committee	30-04-2021		FINANCE AND PROJECT COMMITTEE		Yes	3	3
10	Other Committee	20-05-2021		FINANCE AND PROJECT COMMITTEE		Yes	3	3
11	Other Committee	09-08-2021		FINANCE AND PROJECT COMMITTEE		Yes	3	3
12	Other Committee	16-09-2021		FINANCE AND PROJECT COMMITTEE		Yes	1	3

For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

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**ICSI Membership No.- F9485**

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

**SUMIT JAISWAL  
COMPANY SECRETARY  
ICSI Membership No.- F9485**

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

**SUMIT JAISWAL**  
**COMPANY SECRETARY**  
**ICSI Membership No.- F9485**

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	SUMIT JAISWAL
2	Designation	Company Secretary and Compliance Officer

For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

**SUMIT JAISWAL**  
**COMPANY SECRETARY**  
**ICSI Membership No.- F9485**



Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

SUMIT JAISWAL  
COMPANY SECRETARY  
ICSI Membership No.- F9485

Annexure III		
1	Name of signatory	SUMIT JAISWAL
2	Designation	Company Secretary and Compliance Officer

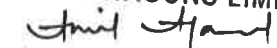
For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*

SUMIT JAISWAL  
COMPANY SECRETARY  
ICSI Membership No.- F9485

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Nil	0	0
Promoter Group or any other entity controlled by them	Nil	0	0
Directors (including relatives) or any other entity controlled by them	Nil	0	0
KMPs or any other entity controlled by them	Nil	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	0	0

For TITAGARH WAGONS LIMITED

ANIL KUMAR AGARWAL  
Director (Finance) & CFO

Promoter Group or any other entity controlled by them	Nil	0	0
Directors (including relatives) or any other entity controlled by them	Nil	0	0
KMPs or any other entity controlled by them	Nil	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	ANIL KUMAR AGARWAL		
Designation	CFO		
Place	KOLKATA		
Date	21-10-2021		

For TITAGARH WAGONS LIMITED


**ANIL KUMAR AGARWAL**  
**Director (Finance) & CFO**

Signatory Details	
Name of signatory	SUMIT JAISWAL
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	21-10-2021

**For TITAGARH WAGONS LIMITED**

*Sumit Jaiswal*

**SUMIT JAISWAL  
COMPANY SECRETARY  
ICSI Membership No.- F9485**

